

REPUBLIC OF LITHUANIA
LAW ON THE EUROPEAN ECONOMIC INTEREST GROUPING

22 December 2003 No. IX-1939

Vilnius

Article 1. Objective and Scope of the Law

1. This Law shall ensure the application of the Council Regulation (EEC) on the European Economic Interest Grouping (EEIG) (hereinafter – the Regulation), referred to in the Annex to this Law.

2. This Law shall apply to the European economic interest groupings which have their registered office in the Republic of Lithuania (hereinafter - grouping).

3. The legal provisions of the Republic of Lithuania regulating liability, insolvency, liquidation of partners of a general partnership shall apply *mutatis mutandis* to the groupings to the extent permitted by the Regulation and unless otherwise provided by the Regulation and this Law.

Article 2. Grouping

1. A grouping is a private legal person.

2. A grouping shall be considered to have been formed from the moment of its registration in the Register of Legal Persons.

3. The name of the grouping shall be preceded or followed either by the words "European Economic Interest Grouping" or by the initials "EEIG", unless those words or initials already form part of the name.

4. The contributions by the members of the grouping shall be the property of the grouping.

Article 3. Members of a Grouping

1. A body which formed a grouping shall become a member of the grouping from the date of its registration in the Register of Legal Persons.

2. A body which did not form a grouping shall become a member of the formed grouping from the moment a corresponding amendment to the contract for the formation of the grouping is made.

3. In addition to the grounds of membership termination that are specified in the Regulation, membership of a grouping member who is a legal person shall terminate upon the winding up of the legal person.

Article 4. Contract for the Formation of a Grouping

1. The contract for the formation of a grouping shall be the document whereby the grouping is formed and whereon the grouping relies in its activities.

2. The contract for the formation of a grouping being formed shall be submitted to the Register of Legal Persons together with other documents specified in the Regulation and the Civil Code.

Article 5. Manager of a Grouping

1. The manager of a grouping shall commence in office upon his election. When a grouping is being formed, the person elected manager of the grouping or the person designated in the contract for the formation of the grouping shall assume the office of the manager of the grouping from the day of registration of the grouping in the Register of Legal Persons.

2. The employment contract with the elected manager of the grouping shall be signed on behalf of the grouping by all members of the grouping or by a person authorised by the meeting of the grouping members.

Article 6. Accounting, Accounts and Audit of a Grouping

1. The grouping shall manage the accounting and draw up the accounts according to the procedure laid down by the laws and other legal acts of the Republic of Lithuania.

2. If annual accounts of the grouping are drawn up, they must be approved by the meeting of the grouping members within 5 months at most from the end of the grouping's financial year. The annual accounts of the grouping shall be submitted to the Register of Legal Persons within 30 days at most from the approval thereof. When the annual accounts of the grouping are subject to audit, the audit firm selected by the meeting of the grouping members shall carry out the audit. The auditor's opinion shall be submitted to the Register of Legal Persons together with the annual accounts of the grouping.

Article 7. Registration

1. A grouping, a branch and a representation of a grouping as well as a branch and a representation in the Republic of Lithuania of the European Economic Interest Grouping registered in another state of the European Economic Area shall be registered in the Register of Legal Persons in the manner prescribed by law.

2. The Ministry of Justice shall have the right to oppose in the manner prescribed by the Government to the transfer of the registered office of the grouping to another state if the transfer of the registered office of the grouping would be in contravention of public interest. Disputes regarding the transfer of the registered office to another state shall be settled in court.

3. The administrator of the Register of Legal Persons shall ensure the publication of the particulars and documents of the grouping and of the branches and representations referred to in paragraph 1 of this Article as well as the forwarding of the notices relating to the grouping, indicated in the Regulation, to the Office for Official Publications of the European Communities.

Article 8. Entry into Force of the Law

Articles 1 to 7 of this Law shall enter into force from the day of Lithuania's accession to the European Union.

Article 9. Recommendations to the Government

To recommend that the Government should by 1 March 2004:

- 1) submit to the Seimas a draft Law Amending the Law on Corporate Tax;
- 2) supplement the Regulations of the Register of Legal Persons with provisions necessary for the implementation of this Law and the Regulation.

I promulgate this Law passed by the Seimas of the Republic of Lithuania

PRESIDENT OF THE REPUBLIC

ROLANDAS PAKSAS

Annex to Republic of Lithuania Law
of 22 December 2003 No. IX-1939

LEGAL ACT OF THE EUROPEAN UNION BEING IMPLEMENTED

Council Regulation (EEC) No 2137/85 of 25 July 1985 on the European Economic Interest Grouping (EEIG).